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Florida Department of State
Division of Corporations
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Fax Number : (850)922-4001

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FLORIDA PROFIT CORPORATION OR P.A.

THE PARAMOUNT GROUP INC.

Certificate of Status	0
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**ARTICLES OF INCORPORATION
OF**

THE PARAMOUNT GROUP INC.

These Articles are in compliance with Chapter 607, F.S.

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ARTICLE I

The name of this corporation shall be: THE PARAMOUNT GROUP INC.

ARTICLE II

This corporation shall commence existence upon the date of filing with the Division of Corporations, state of Florida, and shall have perpetual existence.

ARTICLE III

The principal place of business and mailing address of this corporation shall be: 520 W. HALLANDALE BEACH BLVD., HALLANDALE BEACH, FL 33009

ARTICLE IV

The general nature of business of this corporation is to transact any and all lawful business.

ARTICLE V

The aggregate number of shares which this corporation shall have authority to issue is the total sum of 1,000 shares, having an individual par value of \$1.00

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

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ARTICLE VI

The name and street address of the initial Registered Agent of this corporation shall be: CHARLES FENSTERSHEIB
520 W. HALLANDALE BEACH BLVD.
HALLANDALE BEACH, FL 33009

ARTICLE VII

The initial board of Directors shall consist of a total of 4 person(s) and the name and address of the person(s) who are to serve as an initial director(s) is(are):

MANUEL R. FERNANDEZ
DIR./PRES.

8382 N.W. 64TH STREET
MIAMI, FL 33166

MELVIN J. HABER
DIR./CHAIRMAN OF BOARD

4770 BISCAYNE BLVD.
MIAMI, FL 33137

WAYNE DOMASH
DIR./ SENIOR VICE-PRES.

3140 S. OCEAN DRIVE
HALLANDALE BEACH, FL 33009

CHARLES FENSTERSHEIB
DIR./SEC./TREAS.

520 W. HALLANDALE BEACH BLVD.
HALLANDALE BEACH, FL 33009

ARTICLE VIII

The name and address of the incorporator executing these Articles of Incorporation is:

EMPIRE CORPORATE KIT OF AMERICA, INC.
1492 WEST FLAGLER STREET #200
MIAMI, FL 33135

The undersigned has executed these Articles of Incorporation this 29th
day of DECEMBER, 1999.

Ray Stormont
Incorporator

Ray Stormont/President

Signing for

Empire Corporate Kit of America, Inc.

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

First that The Paramount Group Inc.
(Name of Corporation)
 desiring to organize under the laws of the State of Florida
(Florida)
 with its principal office, as indicated in the articles of
 incorporation has named Charles Fensterlieb
(Name of Registered Agent)
 located at 520 W. Hallandale Beach Blvd.
 City of Hallandale Beach County of Broward
(City) (County)

State of Florida, as its agent to accept service of process within this state.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE


 Registered Agent

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